

B26 (Official Form 26) (12/08)

United States Bankruptcy Court
Eastern District of New York

In re Sack Rosenberg
 In re: Abraham Rosenberg
 Debtor

Case No. 1-09-46326-CEC
 Case No. 1-09-46327-CEC
 Chapter 11

**PERIODIC REPORT REGARDING VALUE, OPERATIONS AND PROFITABILITY OF
 ENTITIES IN WHICH THE ESTATE OF [NAME OF DEBTOR]
HOLDS A SUBSTANTIAL OR CONTROLLING INTEREST**

This is the report as of 8/31/09 on the value, operations and profitability of those entities in which the estate holds a substantial or controlling interest, as required by Bankruptcy Rule 2015.3. The estate of [Name of Debtor] holds a substantial or controlling interest in the following entities:

Name of Entity	Interest of the Estate	Tab #
<u>Waterfront Realty LLC</u>		

This periodic report (the "Periodic Report") contains separate reports ("Entity Reports") on the value, operations, and profitability of each entity listed above.

Each Entity Report shall consist of three exhibits. Exhibit A contains a valuation estimate for the entity as of a date not more than two years prior to the date of this report. It also contains a description of the valuation method used. Exhibit B contains a balance sheet, a statement of income (loss), a statement of cash flows, and a statement of changes in shareholders' or partners' equity (deficit) for the period covered by the Entity Report, along with summarized footnotes. Exhibit C contains a description of the entity's business operations.

**THIS REPORT MUST BE SIGNED BY A REPRESENTATIVE OF THE TRUSTEE OR DEBTOR IN
 POSSESSION.**

The undersigned, having reviewed the above listing of entities in which the estate of [Debtor] holds a substantial or controlling interest, and being familiar with the Debtor's financial affairs, verifies under the penalty of perjury that the listing is complete, accurate and truthful to the best of his/her knowledge.

B26 (Official Form 26) (12/08) – Cont.

2

Date: 8/31/09

Signature of Authorized Individual

Name of Authorized Individual

Title of Authorized Individual

[If the Debtor is an individual or in a joint case]

Signature(s) of Debtor(s) (Individual/Joint)

Signature of Debtor

Signature of Joint Debtor

B26 (Official Form 26) (12/08) – Cont.

3

Exhibit A
Valuation Estimate for [Name of Entity]

[Provide a statement of the entity's value and the value of the estate's interest in the entity, including a description of the basis for the valuation, the date of the valuation and the valuation method used. This valuation must be no more than two years old. Indicate the source of this information.]

B26 (Official Form 26) (12/08) – Cont.

Exhibit B

Financial Statements for [Insert Name of Entity]

Waterfront Realty llc

B26 (Official Form 26) (12/08) - Cont.

5

Exhibit B-1
Balance Sheet for [Name of Entity]
As of [date]

[Provide a balance sheet dated as of the end of the most recent six-month period of the current fiscal year and as of the end of the preceding fiscal year. Indicate the source of this information.]

See Attached

Form 1065 (2008) WATERFRONT REALTY II LLC CYE 12/31/08 11-2595944 Page 5

Analysis of Net Income (Loss)

1 Total income (loss). Continue Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16.	1	112,484.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)
a General partners		112,484.
b Limited partners		

Schedule L Balance Sheets per Books

Assets	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash		41,191.		216,088.
2a Trade notes and accounts receivable	1,443,732.		1,013,190.	
b Less allowance for bad debts		1,443,732.		1,013,190.
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach statement)				
7 Mortgage and real estate loans				
8 Other investments (attach statement)				
9a Buildings and other depreciable assets	1,596,763.		1,596,763.	
b Less accumulated depreciation	1,568,959.	27,804.	1,580,853.	15,910.
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)		438,100.		438,100.
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets (attach statement)				
14 Total assets		2,194,307.		1,924,422.
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable due less than 1 year		150,000.		150,000.
17 Other current liabilities (attach statement)		5,200.		12,279.
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable in 1 year or more		3,757,433.		3,605,699.
20 Other liabilities (attach statement)		105,245.		105,245.
21 Partners' capital accounts		-1,823,571.		-1,948,801.
22 Total liabilities and capital		2,194,307.		1,924,422.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1 Net income (loss) per books	112,484.	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		a Tax-exempt interest \$	
3 Guarantee payments (other than health insurance)			
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):			
a Depreciation \$			
b Travel and entertainment \$			
5 Add lines 1 through 4	112,484.	7 Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize):	
		a Depreciation \$	
		8 Add lines 6 and 7	
		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	112,484.

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	-1,823,571.	6 Distributions: a Cash	237,714.
2 Capital contributed: a Cash		b Property	
b Property			
3 Net income (loss) per books	112,484.	7 Other decreases (itemize):	
4 Other increases (itemize):			
5 Add lines 1 through 4	-1,711,087.	8 Add lines 6 and 7	237,714.
611042 12-31-08		9 Balance at end of year. Subtract line 8 from line 5	-1,948,801.

14231018 760174 WATERFRONT

2008.03062 WATERFRONT REALTY II LLC

Form 1065 (2008)
WATERFR1

B26 (Official Form 26) (12/08) – Cont.

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Exhibit B-2

Statement of Income (Loss) for [Name of Entity]

Period ending [date] 8/31/09

[Provide a statement of income (loss) for the following periods:

- (i) For the initial report:
 - a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
 - b. the prior fiscal year.
- (ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached

WATERFRONT REALTY, LLC
STATEMENT OF OPERATIONS
MONTH OF AUGUST 2009

Rental Income	\$95,409
 Operating Expenses:	
Interest expense	\$21,162
Property taxes	18,767
Bank charges	28
Management	3,768
Legal fees	475
Repairs	826
Office supplies	781
Water	<u>76</u>
Total Operating Expenses	<u>45,883</u>
 Net Income	 <u>\$49,526</u>

B26 (Official Form 26) (12/08) - Cont.

Exhibit B-3

Statement of Cash Flows for [Name of Entity]

For the period ending [date] 8/31/09

[Provide a statement of changes in cash flows for the following periods:

- (i) For the initial report:
 - a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
 - b. the prior fiscal year.
- (ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached

WATERFRONT REALTY CORP.
STATEMENT OF CASH FLOWS
AUGUST 2009

Cash Flows From Operating Activities:

Net Income	\$ 95,409
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Adjustment to reconcile net income to net cash provided

by operating activities:

Accounts receivable	<u>29,407</u>
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Net Cash Provided by Operating Activities	<u>124,816</u>
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Cash Flows Provided by Financing Activities:

Clymer	(16,000)
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L&E - Markowitz Eli	(7,000)
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L/R McCaren Park	(20,000)
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Partners Capital - IR	(7,666)
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Partners Capital - IR - Sunset	<u>3,000</u>
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Net Cash Flows Provided by Financing Activities	<u>(47,666)</u>
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Net Increase in Cash	<u>\$ 77,150</u>
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B26 (Official Form 26) (12/08) - Cont.

Exhibit B-4

Statement of Changes in Shareholders'/Partners' Equity (Deficit) for [Name of Entity]
period ending [date] 8/31/09

[Provide a statement of changes in shareholders'/partners equity (deficit) for the following periods:

- (i) For the initial report:
 - a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
 - b. the prior fiscal year.
- (ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached Cash receipts and disbursements

Waterfront Realty II LLC

10/19/2009 3:23 PM

Register: Signature WFR II LLC 544089

From 08/01/2009 through 08/31/2009

Sorted by: Date and Order Entered

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
08/01/2009	2205	Cong Sharei Tova	Partners Capital:IR	10% interest on...	1,250.00	X		-278,179.66
08/01/2009	2233	J Friedman	Management	August	568.13	X		-278,747.79
08/01/2009	2234	J Friedman	Management	August	3,200.00	X		-281,947.79
		Capitol One	Capital One Bank-WF...	accured	52,070.00			-334,017.79
08/03/2009	2235	NYC Water Board	Taxes:Water	Acct #40003-0...	75.55	X		-334,093.34
08/04/2009			Partners Capital:IR:Su...	Orgil Inc. repa...		X	8,000.00	-326,093.34
08/04/2009		Wexton Inc	Receivables	8/1/09		X	57,479.69	-268,613.65
08/04/2009	2248	Eli Markowitz	L&E:Markowitz Eli		500.00	X		-269,113.65
			Partners Capital:IR:Su...	Bsd Bounced c...	8,000.00	X		-277,113.65
08/05/2009	2236	186 Clymer St. Realty	Clymer		16,000.00	X		-293,113.65
08/05/2009	2237	Sadonia Kohn	Partners Capital:IR		7,500.00	X		-300,613.65
08/05/2009	2238	Podell Schwartz	Prof Fee:Legal	3-2134-1	475.00	X		-301,088.65
08/05/2009		Kenteo Kitchens	Receivables			X	7,929.17	-293,159.48
08/05/2009		Kenteo Kitchens	Receivables			X	7,929.17	-285,230.31
08/05/2009	Trnsfr		Signature MMA	reserved for IR ...	95,261.00	X		-380,491.31
08/06/2009	2239	Eli Markowitz	L&E:Markowitz Eli		1,000.00	X		-381,491.31
08/06/2009	2240	Eli Markowitz	L&E:Markowitz Eli		1,000.00	X		-382,491.31
08/06/2009	2241	Eli Markowitz	L&E:Markowitz Eli		1,000.00	X		-383,491.31
08/06/2009	2242	Eli Markowitz	L&E:Markowitz Eli		1,000.00	X		-384,491.31
08/06/2009	2243	Eli Markowitz	L&E:Markowitz Eli		1,000.00	X		-385,491.31
08/10/2009	2244	Warren Elevator Serv...	Repairs:Elevator	Ivoice#35221 3...	411.82	X		-385,903.13
08/10/2009	2245	Warren Elevator Serv...	Repairs:Elevator	Ivoice#35512 3...	413.73	X		-386,316.86
08/10/2009	Wire	W Financial	L/R:McCaren Park	N 11 refi - goo...	20,000.00	X		-406,316.86
08/11/2009	2249	Eli Markowitz	L&E:Markowitz Eli		500.00	X		-406,816.86
08/12/2009			Partners Capital:IR:Su...	REPAYING W...		X	3,000.00	-403,816.86
08/17/2009			Partners Capital:IR:Su...	bounced ck#72...	3,000.00	X		-406,816.86
08/17/2009			Partners Capital:IR:Su...	replacement for...		X	3,000.00	-403,816.86
08/18/2009	2250	Eli Markowitz	L&E:Markowitz Eli		500.00	X		-404,316.86
08/24/2009		Wexton Inc	Receivables			X	57,399.70	-346,917.16
08/25/2009	2251	Eli Markowitz	L&E:Markowitz Eli		500.00	X		-347,417.16
08/26/2009			Partners Capital:IR	REFUND FOR...		X	1,083.70	-346,333.46
08/28/2009	2253	Blumberg	Supp:Office		780.86			-347,114.32
08/31/2009			Charges:Bank		24.81	X		-347,139.13

B26 (Official Form 26) (12/08) – Cont.

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Exhibit C
Description of Operations for [name of entity]

[Describe the nature and extent of the estate's interest in the entity.

Describe the business conducted and intended to be conducted by the entity, focusing on the entity's dominant business segment(s). Indicate the source of this information.]

Real Estate

B26 (Official Form 26) (12/08)

United States Bankruptcy Court
Eastern District of New York

In re Isack Rosenberg
In re: Abraham Rosenberg
Debtor

Case No. 1-09-46326-CEC
Case No. 1-09-46327-CEC
Chapter 11

**PERIODIC REPORT REGARDING VALUE, OPERATIONS AND PROFITABILITY OF
ENTITIES IN WHICH THE ESTATE OF [NAME OF DEBTOR]
HOLDS A SUBSTANTIAL OR CONTROLLING INTEREST**

This is the report as of 9/31/09 on the value, operations and profitability of those entities in which the estate holds a substantial or controlling interest, as required by Bankruptcy Rule 2015.3. The estate of [Name of Debtor] holds a substantial or controlling interest in the following entities:

Name of Entity	Interest of the Estate	Tab #
<u>Waterfront Realty LLC</u>		

This periodic report (the "Periodic Report") contains separate reports ("Entity Reports") on the value, operations, and profitability of each entity listed above.

Each Entity Report shall consist of three exhibits. Exhibit A contains a valuation estimate for the entity as of a date not more than two years prior to the date of this report. It also contains a description of the valuation method used. Exhibit B contains a balance sheet, a statement of income (loss), a statement of cash flows, and a statement of changes in shareholders' or partners' equity (deficit) for the period covered by the Entity Report, along with summarized footnotes. Exhibit C contains a description of the entity's business operations.

**THIS REPORT MUST BE SIGNED BY A REPRESENTATIVE OF THE TRUSTEE OR DEBTOR IN
POSSESSION.**

The undersigned, having reviewed the above listing of entities in which the estate of [Debtor] holds a substantial or controlling interest, and being familiar with the Debtor's financial affairs, verifies under the penalty of perjury that the listing is complete, accurate and truthful to the best of his/her knowledge.

B26 (Official Form 26) (12/08) – Cont.

2

Date: 9/30/09

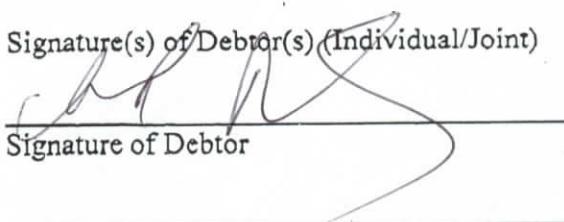
Signature of Authorized Individual

Name of Authorized Individual

Title of Authorized Individual

[If the Debtor is an individual or in a joint case]

Signature(s) of Debtor(s) (Individual/Joint)



Signature of Debtor

Signature of Joint Debtor

B26 (Official Form 26) (12/08) - Cont.

Exhibit A
Valuation Estimate for [Name of Entity]

[Provide a statement of the entity's value and the value of the estate's interest in the entity, including a description of the basis for the valuation, the date of the valuation and the valuation method used. This valuation must be no more than two years old. Indicate the source of this information.]

4

B26 (Official Form 26) (12/08) - Cont.

Exhibit B

Financial Statements for [Insert Name of Entity]

Waterfront Realty llc

5

B26 (Official Form 26) (12/08) - Cont.

Exhibit B-1
Balance Sheet for [Name of Entity]
As of [date]

[Provide a balance sheet dated as of the end of the most recent six-month period of the current fiscal year and as of the end of the preceding fiscal year. Indicate the source of this information.]

See attached

Analysis of Net Income (Loss)

1 Total net income (loss) per books (line 1 through 11, from Schedule K, lines 1 through 11, plus or minus the amounts in Schedule K, lines 12 through 34, and line 35)	112,484.
2 Analysis by partner type:	
(i) Corporate	(ii) Individual (active)
(a) General partners	112,484.
(b) Limited partners	

Schedule L Balance Sheets per Books

Assets	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
1 Cash		41,191.		216,088.
2a Trade notes and accounts receivable	1,443,732.		1,013,190.	
b Less allowance for bad debts		1,443,732.		1,013,190.
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach statement)				
7 Mortgage and real estate loans				
8 Other investments (attach statement)				
9a Buildings and other depreciable assets	1,596,763.		1,596,763.	
b Less accumulated depreciation	1,568,959.		27,804.	
10a Depreciable assets				
b Less accumulated depletion				
11 Land (net of any amortization)		438,100.		438,100.
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets (attach statement)				
14 Total assets		2,194,307.		1,924,422.
Liabilities and Capital				
15 Accounts payable				
16 Mortgage notes, bonds payable, leases (attach statement)		150,000.		150,000.
17 Other current liabilities (attach statement)		5,200.		12,279.
18 All nonrecourse loans				
19 Mortgages, notes, bonds payable, leases (attach statement)		3,757,433.		3,605,699.
20 Other liabilities (attach statement)		105,245.		105,245.
21 Partners' capital accounts		1,823,571.		1,948,801.
22 Total liabilities and capital		2,194,307.		1,924,422.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1 Net income (loss) per books	112,484.	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		a Tax-exempt interest \$ _____	
3 Guaranteed payments (other than health insurance):		b _____	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16 (itemize):		c Deductions included on Schedule K, lines 1 through 13d, and 16, not charged against book income this year (itemize):	
a Depreciation \$ _____		a Depreciation \$ _____	
b Travel and entertainment \$ _____		b _____	
5 Add lines 1 through 4	112,484.	8 Add lines b and c	
		9 Income (less) / Analysis of Net Income (Loss), line 5, Subtract line 8 from line 5	112,484.

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year	1,823,571.	6 Distributions: a Cash	237,714.
2 Capital contributed: a Cash		b Property	
b Property		c Other (specify itemize): _____	
3 Net income (loss) per books	112,484.		
4 Other increases (itemize):			
5 Add lines 1 through 4	1,711,087.	8 Add lines 6 and 7	237,714.
		9 Balance at end of year: Subtract line 8 from line 5	1,948,801.

14231018 760174 WATERFRONT

2008.03062 WATERFRONT REALTY II LLC

Form 1065 (2008)

WATERFR1

B26 (Official Form 26) (12/08) - Cont.

Exhibit B-2

Statement of Income (Loss) for [Name of Entity]
Period ending [date] 9-30-09

[Provide a statement of income (loss) for the following periods:

- (i) For the initial report:
 - a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
 - b. the prior fiscal year.
- (ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached

WATERFRONT REALTY, LLC
STATEMENT OF OPERATIONS
MONTH OF SEPTEMBER 2009

Rental Income	\$ 95,360
Operating Expenses	
Interest expense	\$21,162
Property taxes	18,767
Management	3,768
Repairs	414
Water	5,693
Telephone	71
Total Operating Expenses	<u>49,875</u>
Net Income	<u>\$45,485</u>

B26 (Official Form 26) (12/08) - Cont.

Exhibit B-3

Statement of Cash Flows for [Name of Entity]

For the period ending [date] 9-30-09

[Provide a statement of changes in cash flows for the following periods:

- (i) For the initial report:
 - a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
 - b. the prior fiscal year.
- (ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached

WATERFRONT REALTY CORP.
STATEMENT OF CASH FLOWS
SEPTEMBER 2009

Cash Flows From Operating Activities.

Net Income	\$ 95,360
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Adjustment to reconcile net income to net cash provided

by operating activities:

Accounts receivable	<u>(6,948)</u>
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Net Cash Provided by Operating Activities	<u>88,412</u>
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Cash Flows Provided by Financing Activities:

L&E - Markowitz Eli	(500)
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L/R 186 Clymer St.	(15,000)
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Partners Capital - IR	<u>(16,238)</u>
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Net Cash Flows Provided by Financing Activities	<u>(31,738)</u>
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Net Increase in Cash	<u>\$ 56,674</u>
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B26 (Official Form 26) (12/08) – Cont

Exhibit B-4

Exhibit B-4
Statement of Changes in Shareholders'/Partners' Equity (Deficit) for [Name of Entity]
period ending [date] **9-30-09**

[Provide a statement of changes in shareholders'/partners equity (deficit) for the following periods:

(i) For the initial report:

- a. the period between the end of the preceding fiscal year and the end of the most recent six-month period of the current fiscal year; and
- b. the prior fiscal year.

(ii) For subsequent reports, since the closing date of the last report.

Indicate the source of this information.]

See attached Cash receipts and disbursements

Waterfront Realty II LLC

10/19/2009 3:24 PM

Register: Signature WFR II LLC 544089

From 09/01/2009 through 09/30/2009

Sorted by: Date and Order Entered

Date	Number	Payee	Account	Memo	Payment	C	Deposit	Balance
09/01/2009	2206	Cong Sharei Tova	Partners Capital:IR	10% interest on...	1,250.00			-348,389.13
09/01/2009	2246	J Friedman	Management	Sep	3,200.00			-351,589.13
09/01/2009	2247	J Friedman	Management	Sep	568.13			-352,157.26
09/01/2009	2252	Eli Markowitz	L&E:Markowitz Eli		500.00			-352,657.26
09/01/2009	2254	Isack Rosenberg	Partners Capital:IR		10,138.40			-362,795.66
09/01/2009	2255	Isack Rosenberg	Partners Capital:IR		2,600.00			-365,395.66
09/01/2009		Capitol One	Capital One Bank-WF...	accured	52,070.00			-417,465.66
09/03/2009	2258	Verizon	Telephone	718 782-9204	70.95			-417,536.61
09/07/2009	2259	Warren Elevator Serv...	Repairs:Elevator	Invoice #'s 358...	413.73			-417,950.34
09/21/2009	2260	NYC Water Board	Taxes:Water	Acct #90003-0...	5,692.76			-423,643.10
09/23/2009		Certified Lumber Corp	Receivables			X	30,000.00	-393,643.10
09/23/2009	2261	186 Clymer St. Realty	L/R:186 Clymer St.		15,000.00			-408,643.10
09/24/2009		Kentco Kitchens	Receivables				7,929.17	-400,713.93
09/25/2009		Kentco Kitchens	Receivables				7,929.17	-392,784.76
09/25/2009	WIRE	Joel Rosenberg	Partners Capital:IR	July	2,250.00			-395,034.76
09/28/2009		Wexton Inc	Receivables				60,397.23	-334,637.53

B26 (Official Form 26) (12/08) – Cont.

9

Exhibit C
Description of Operations for [name of entity]

[Describe the nature and extent of the estate's interest in the entity.]

Describe the business conducted and intended to be conducted by the entity, focusing on the entity's dominant business segment(s). Indicate the source of this information.]

Real Estate